



WILLIAMS MULLEN

Direct Dial: 202.293.8111
jshepard@williamsmullen.com

April 16, 2007

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W.
Washington, DC 20554

Re: Notice of Oral **Ex Parte** Presentations in Connection With the Consolidated Application for Authority to Transfer Control in Connection With the Sirius/XM Merger (File Nos. SAT-T/C-20070320-00053, SAT-T/C-20070320-00054, SES-T/C-INTR2007-00693, and SES-T/C-INTR2007-00694) (MB Docket No. 07-57)

Dear Ms. Dortch:

On April 16, 2007, the undersigned and Jerry W. Kilgore, representing the Consumer Coalition for Competition in Satellite Radio ("C3SR"), met with Commissioner Deborah Taylor Tate and Legal Advisor Aaron Goldberger, to discuss C3SR's concerns with the proposed merger of XM Satellite Radio Holdings, Inc. and Sirius Satellite Radio, Inc. and the above-referenced applications.

The concerns of C3SR about the potential harm to consumers from the complete loss of competition in satellite radio were discussed. Specifically, C3SR discussed the impact and likelihood of price increases, the lack of practical substitutes for satellite radio service in automobiles today, the likelihood of significant stranded consumer investment in satellite radio receivers from monopoly price increases, and the likelihood of increased commercial clutter and an overall reduction in program choices under a satellite radio monopoly. References were made to the "Expert Declaration of J. Gregory Sidak Concerning the Competitive Consequences of the Proposed Merger of Sirius Satellite Radio, Inc. and XM Satellite Radio, Inc.," previously filed in the Docket of these proceedings (April 2, 2007).

Pursuant to Section 1.1206(b) of the Commission's Rules, an original and one copy of this letter are being submitted to the Secretary's office, with a copy to Commissioner

A Professional Corporation

VIRGINIA • WASHINGTON, D.C. • LONDON

1666 K Street, N.W., Suite 1200 Washington, D.C. 20006 Tel: 202.833.9200 Fax: 804.783.6507 or 202.293.5939
www.williamsmullen.com

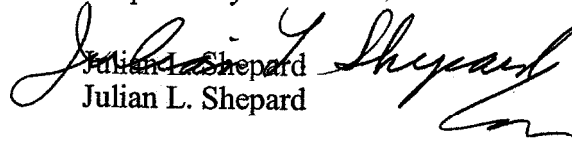


WILLIAMS MULLEN

Ms. Marlene H. Dortch
April 16, 2007
Page 2

Tate and **Mr.** Goldberger. In addition, a copy of this letter is being filed electronically for inclusion in the public record of these proceedings.

Respectfully submitted,


Julian L. Shepard
Julian L. Shepard

cc: Commissioner Deborah Taylor Tate
Mr. Aaron Goldberger